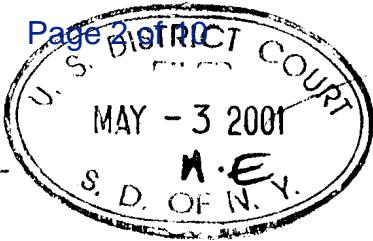


# Attachment J

**DOC # 8****UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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STEVEN ROTHBART, on behalf of himself and all others similarly situated, :

Plaintiff, : **Case No. 01-CV-669 (SHS)**

v. :

QLT INC., JULIA LEVY, and KENNETH GALBRAITH, :

Defendants. :

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ALAN NUSSBAUM, on behalf of himself and all others similarly situated, :

Plaintiff, : **Case No. 01-CV-919**

v. :

QLT INC., JULIA LEVY, and KENNETH GALBRAITH, :

Defendants. :

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X

(Additional Captions Below)

**[PROPOSED] ORDER CONSOLIDATING RELATED CASES,  
APPOINTING LEAD PLAINTIFFS AND  
APPOINTING THEIR SELECTION OF COUNSEL**

AM-900

4 2001  
10/10/01

JUDY A. FOUST, on behalf of herself and all others  
similarly situated,

Plaintiff,

**Case No. 01-CV-1041**

v.

QLT INC., JULIA LEVY, and KENNETH GALBRAITH,

Defendants.

GWEN JORDAN, on behalf of herself and all others  
similarly situated,

Plaintiff,

**Case No. 01-CV-1084 (SWK)**

v.

QLT INC., JULIA LEVY, and KENNETH GALBRAITH,

Defendants.

R. CRAIG MACLEOD, on behalf of himself and all others  
similarly situated,

Plaintiff,

**Case No. 01-CV-1347 (JGK)**

v.

QLT INC., JULIA LEVY, and KENNETH GALBRAITH,

Defendants.

X

-----X  
T.J. PAWLIAS, on behalf of himself and all others :  
similarly situated, :  
Plaintiff, : Case No. 01-CV-1945  
: v.  
QLT INC., JULIA LEVY, and KENNETH GALBRAITH, :  
Defendants.  
-----X  
-----X  
RAY LOWE, on behalf of himself and all others :  
similarly situated, :  
Plaintiff, : Case No. 01-CV-2693  
: v.  
QLT INC., JULIA LEVY, and KENNETH GALBRAITH, :  
Defendants.  
-----X

Upon good cause shown, IT IS HEREBY ORDERED THAT:

**Consolidation of Cases**

The above-captioned securities fraud class actions pending in this Judicial District are hereby consolidated for all purposes pursuant to Rule 42(a) of the Federal Rules of Civil Procedure. Any actions that have been filed, or may be filed, which are related and which may be considered herewith, are collectively referred to as "In re QLT Inc. Securities Litigation."

**Master Docket and Master File**

A Master File is hereby established for the consolidated proceedings in the consolidated actions. The docket number for the Master File shall be Master File No. 01-CV-

669. The original of this Order shall be filed by the Clerk in the Master File. The Clerk shall mail a copy of this Order to counsel of record in each of these consolidated actions.

A Master Docket is hereby established for consolidated proceedings of the securities fraud actions consolidated herein and for any related securities fraud actions filed in or transferred to this Court and consolidated herewith for all purposes (hereinafter, the "consolidated actions"). Entries in the Master Docket shall be applicable to the consolidated actions as more fully set forth below. The Clerk of the Court shall file all pleadings in any of the actions in the Master File and shall note such filing in the Master Docket. No further copies need be filed or docket entries made.

The terms of this Order shall not have the effect of making any person, firm or corporation a party to any action in which he, she or it has not been named, served or added as such in accordance with the Federal Rules of Civil Procedure.

**Newly Filed or Subsequently Filed or Transferred Actions**

If a securities fraud action related to the same subject matters as these consolidated actions is hereafter filed in this Court or transferred here from another Court, the Clerk of this Court shall:

- File a copy of this Order in the separate file for such action;
- Notify all counsel of record of the filing or transfer of such action;
- Make an appropriate entry in the Master Docket;
- Mail to counsel of record in the newly filed or transferred case a copy of this Order; and

- Upon the first appearance of any new defendants, mail to the attorneys for the defendants in such newly filed or transferred case a copy of this Order.

All counsel shall assist the Clerk of the Court by calling to the attention of the Clerk the filing or transfer of any case which might properly be consolidated with these consolidated actions.

This Order shall apply to each securities fraud action that is subsequently filed in or transferred to this Court, or consolidated with any of these actions, that arises out of or is related to the same facts and claims alleged in the complaints in the consolidated actions, unless a party objecting to the consolidation of such case or to any other provision of this Order shall, within ten (10) days after the date upon which a copy of this Order is mailed to counsel for such party, file an application for relief from this Order or any provision herein and this Court deems it appropriate to grant the application. The provisions of this Order shall apply to such action pending the Court's ruling on the application.

Unless a plaintiff in a subsequently filed or transferred case is permitted by the Court to utilize a separate complaint, defendants shall not be required to answer, plead or otherwise move with respect to the complaint in any such case. If a plaintiff in any such case is permitted to utilize a separate complaint, each defendant shall have thirty (30) days within which to answer, plead or otherwise move with respect to any such complaint.

**Caption of Cases**

Every pleading filed in these consolidated actions shall bear the following caption:

IN RE QLT INC. SECURITIES LITIGATION

Master File No.  
01-CV-669 (SHS)

This Document Relates To:

When a document is intended to be applicable to all actions to which this Order is applicable, the words "All Actions" shall appear immediately after the words "This Document Relates To:" in the caption set forth above. When a document is intended to be applicable only to some, but not all, actions, immediately after the words "This Document Relates To:" in the caption described above, there shall appear "Civil Action No. [insert number] [insert name of Plaintiff]."

**Appointment of Lead Plaintiffs**

Class members William C. Binnig, Paul E. Bowles, and Dennis P. Malley and Susan A. Malley are hereby appointed lead plaintiffs pursuant to Section 21D(a)(3)(B) of the Securities Exchange Act of 1934, 15 U.S.C. §§78u-4(3)(B). This appointment is without prejudice to defendants' right to challenge the adequacy, typicality, or ability of those plaintiffs to represent the absent class members in this consolidated action or the propriety of this case being certified as a class action.

**Organization of Plaintiffs' Counsel**

Lead plaintiffs' selection of Bernstein Liebhard & Lifshitz, LLP, as lead counsel for all plaintiffs ("Plaintiffs' Lead Counsel") and the Class in this consolidated action is approved.

Plaintiffs' Lead Counsel are hereby vested by the Court with the following responsibilities and duties in connection with this consolidated action:

1. To direct and coordinate the briefing and arguing of motions;
2. To direct and coordinate the initiation and conduct of discovery proceedings, including, but not limited to, requests for production of documents and/or third party subpoenas;
3. To direct and coordinate the examination of witnesses in depositions and oral interrogatories;
4. To act as spokesperson at pretrial conferences;
5. To call meetings of plaintiffs' counsel as appropriate or necessary from time to time;
6. To direct the preparation for a trial of this matter and to delegate work responsibilities to selected counsel as may be required in such a manner as to lead to the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort;
7. To direct and coordinate the conduct of pre-trial, trial and post-trial proceedings;
8. To consult with and employ experts;
9. To coordinate and collect monthly time and expense reports from all plaintiffs' attorneys in this consolidated action;
10. To initiate and conduct all settlement negotiations with counsel for defendants; and

11. To perform such other duties as may be expressly authorized by further order of the Court.

No motion, request for discovery, or other pre-trial proceedings shall be initiated or filed by any plaintiff except through Plaintiffs' Lead Counsel.

Defendants' counsel may rely upon all agreements made with Plaintiffs' Lead Counsel, and such agreements shall be binding on all plaintiffs in this consolidated action.

Plaintiffs' Lead Counsel are hereby designated as the counsel for plaintiffs upon whom all notices, orders, pleadings, motions, discovery, and memoranda may be served and defendants shall effect service of papers on plaintiffs by serving Bernstein Liebhard & Lifshitz, LLP, 10 East 40th Street, New York, New York 10016.

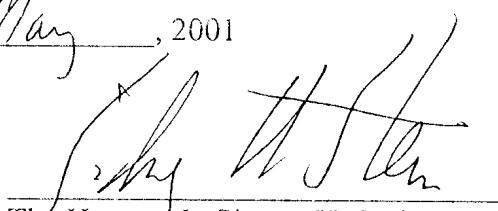
If defendants file a single pleading or other paper directed to all plaintiffs in these consolidated actions, the response on behalf of plaintiffs shall be made in a single pleading or other paper to be served by Plaintiffs' Lead Counsel. All plaintiffs in these consolidated actions shall be bound by that pleading or paper.

The organizational structure established by this Order shall bind counsel for plaintiffs in this consolidated action or any subsequently filed cases consolidated therewith.

The Proposed Lead Plaintiffs, through Plaintiffs' Lead Counsel, shall file a consolidated class action complaint (the "Consolidated Complaint") within 45 days of the entry of this Order.

The defendants shall answer or otherwise respond to the Consolidated Complaint within 45 days after its service.

SO ORDERED, this 3 day of May, 2001



The Honorable Sidney H. Stein  
United States District Judge